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Holland + Knight

Gland + Knight

S15 S. Calhoun St. Suite 600

(Address)

Tallahassee F1 32301 224-7000

OFFICE USE ONLY

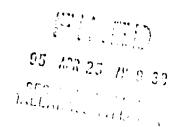
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

	SEE Christian School Inc.
2. (Corp.	oration Name) (Document #)
(Corp.)	ration Name) (Decument #)
Walk in	Pick up time 10:004M. Certified Copy
Mail out NEW FILINGS	Will wait Photocopy Certificate of Status AMENDMENTS Amendment
Profit	Amendment
NonProfit	Resignation of R.A., Officer/Director
Limited Liability	Change of Registered Agent
Domestication	Dissolution/Withdrawal
Other	Merger
OTHER FILINGS	REGISTRATION/ QUALIFICATION
Annual Report	Foreign NANCY HENDRICKS APR 2 6 1995
Fictitious Name	Limited Partnership
Name Reservation	Reinstatement
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#### ARTICLES OF INCORPORATION

OF



#### TALLAHASSEE CHRISTIAN SCHOOL, INC.

The undersigned, acting as the incorporatorS of Tallahassee Christian School, Inc. under Chapter 617, Florida Statutes, submit the following Articles of Incorporation.

#### ARTICLE ONE: NAME

The name of the corporation is:

Tallahassee Christian School, Inc.

#### ARTICLE TWO: DURATION AND COMMENCEMENT

The Corporation will exist perpetually, commencing with the filing of these Articles of Incorporation with the Florida Department of State.

#### ARTICLE THREE: PURPOSE

The Corporation is organized exclusively for such charitable, educational, literary, or scientific purposes, as will qualify it for exemption from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law. Within the scope of the foregoing, the Corporation is specifically organized for the following purposes: (1) to operate a private Christian school, serving families residing in the Tallahassee, Florida area, for the daily instruction of children (the "School"); (2) to educate children to know God's Word and creation, to live a life of obedience to God, to love God and their fellowmen, to be good stewards of their God-given gifts, and to occupy their places worthily in society, church, and state; (3) to promote the advancement of Christian education; and (4) and to engage in such other activities as are necessary, appropriate, or convenient to the furtherance of the foregoing stated purposes and permitted under the laws of Florida and of the United States. The Mission of the School is to make available to its students a high quality education, through a faculty and administration that professes and adheres to the Statement of Faith expressed in Article Four of these Articles of Incorporation, in an environment in which the Christian faith and life are taught, nurtured, and exemplified.

Except as reasonable compensation for services rendered or to make payments and distributions in furtherance of the purposes set forth in this Article Three, no part of the not earnings of the Corporation shall inure to the benefit of, or be distributable to, the members, directors, or officers of the Corporation, or any other private person, or any entity or organization unless the entity or organization is itself an organization qualifying for exemption from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding section of any future United States Internal Revenue Law. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provision of those Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law.

#### ARTICLE FOUR: STATEMENT OF FAITH

The following Statement of Faith is a summary of the foundational beliefs underlying the purposes of the Corporation. Each of the Corporation's directors and officers and each of the School's principals, assistant principals, and teaching faculty are required to profess the Statement of Faith as a condition to his or her nomination, election, or appointment.

God. There is one true, holy God, externally existing in three persons -- Father, Son and Holy Spirit. In the beginning God created out of nothing the world and everything in it, thus manifesting His power, wisdom, and goodness. By His sovereign power, He continues to sustain His creation. By His providence He is operatin, through history to fulfill His redemptive purposes.

Jesus Christ. Jesus Christ is the second person of the Trinity, who was united forever with a true human nature by a miraculous conception and virgin birth. He lived a life of perfect obedience to the Father and voluntarily atoned for the sins of His people by dying on the cross as their substitute, thus satisfying divine justice and accomplishing salvation for all who trust in Him alone. He rose from the dead in the same body, though glorified, in which He lived and died. He ascended into heaven and sits at the right hand of the Father, where He continually makes intercession for His own and where He rules as Lord forever. Through His atoning work, believers are received into eternal communion with God.

The Holy Spirit. The fruit of a saving relationship with Jesus Christ is a life of obedience, made possible for believers through the indwelling of the Holy Spirit. He awakens in sinners a recognition of their need of a Savior. He permanently indwells every believer and is their source of assurance, strength, and wisdom, and He uniquely endows each believer with gifts for the building of the body. The Holy Spirit guides believers in understanding and applying the Scripture.

Salvation. The central purpose of God's revelation in Scripture is to call all people into fellowship with Himself. Originally created to have fellowship with God, man defied God and suffered the corruption of his nature, alienating himself from God and his fellowmen. All of mankind have sinned and suffer these consequences of sin, and thus are in need of the saving grace of God. The salvation of mankind is a work of God's free grace, not the result, in whole or in part, of human works or goodness. It must be personally appropriated by repentance and faith.

The Church. All believers are members of Christ's body, the church. There is one true church universal, consisting of all those who acknowledge Jesus Christ as Savior and Lord, and the purpose of which is to glorify God.

The Bible. The Bible is the true and infallible Word of God and the unique and final authority on all matters of faith and practice.

#### ARTICLE FIVE: MEMBERS

Section 5.01. Membership. The members of the Corporation (the "Members") shall consist of the Charter Members, as defined in Section 5.02, and all other persons admitted to membership in the Corporation in accordance with Section 5.03. In the discretion of the Board of Directors, Charter Members may receive recognition as the initial or founding members of the Corporation, but there shall be no other distinction or preference between Charter Members and other Members of the Corporation with respect to membership rights or powers.

Section 5.02. Charter Members. The initial members of the Corporation (the "Charter Members") shall consist of (a) the prospective principal, assistant principals, and members of the teaching faculty of the School who have been identified by the incorporators on or before April 25, 1995, who have subscribed to the Statement of Faith set forth in Article Four, and who are not otherwise eligible for membership under clause (b) below; and (b) those parents (including those who are parents through legal adoption but excluding step-parents who are not such adoptive parents) or court-appointed legal guardians of children whose applications for admission to the School for the 1995-96 academic year have been submitted and accepted on or before April 25, 1995, who have signed and submitted to the secretary of the Corporation an affirmation of faith that is consistent with Article Four and

otherwise in a form approved by the incorporators or board of directors (the "Parents' Affirmation"), and who are current in the payment of all tuition, fees, and other charges due from them to the School. Each Charter Member's membership shall be subject to termination and renewal in accordance with Section 5.04.

Section 5.03. Additional Members. The following persons shall be admitted as additional Members of the Corporation: (1) each person who is employed by the Corporation as the principal, an assistant principal, or member of the teaching faculty of the School after April 25, 1995, who has subscribed to the Statement of Faith set forth in Article Four, and who is not otherwise eligible for membership in the Corporation; and (2) those parents (including those who are parents through legal adoption but excluding stepparents who are not such adoptive parents) or court-appointed legal guardians of children who are enrolled at the School, or who have been accepted for admission to the School for the 1995-96 or a subsequent academic year, who have signed and submitted to the secretary of the Corporation the Parents' Affirmation, and who are current in the payment of all tuition, fees, and other charges due from them to the School. The Corporation may provide, in the bylaws, additional qualifications for membership in the Corporation.

Section 5.04. Membership Term and Renewal. All memberships in the Corporation shall expire on June 30, 1996, and on June 30 of each subsequent year, unless renewed in accordance with the following provisions of this Section 5.04 or earlier terminated in accordance with Section 5.05. Each Member's membership in the Corporation shall be renewed (1) in the case of the principal, assistant principals, and teachers, upon their re-employment by the Corporation for a successive academic year and their reacknowledgement (by signing and submission to the secretary of the Corporation) of the Statement of Faith; and (2) in the case of other Members, upon re-enrollment of the Member's child or children in the School, the Member's reacknowledgement (by signing and submission to the secretary of the Corporation) of the Parents' Affirmation, and the Member's payment of all tuition, fees, and other charges due from the Member to the School.

Section 5.05. Termination or Suspension of Membership. A Member's membership in the Corporation shall be terminated upon the Member's withdrawal from membership or (1) in the case of the principal, assistant principals, or teachers, upon termination of their employment by the Corporation, or (2) in the case of other Members, upon the withdrawal or expulsion of all the Member's children from the School. The Board of Directors, in its discretion, may suspend or terminate a Member's membership in the Corporation in the event of (a) a default by the Member in paying any tuition, fees, or other charges due from the Member to the Corporation and the Member's failure to cure the default after one or more written requests from the Corporation, or (b) the Member's public renunciation of the Parer's' Affirmation.

Section 5.07. Meetings of Members. The Charter Members shall hold an organizational meeting, for the purpose of electing the board of directors of the Corporation, as soon as practicable after the filing of these Articles of Incorporation, on a date and at a time and place determined by the Initial Directors named in Section 6.01. Thereafter, the Members shall hold annual meetings for the election of directors, and may hold other meetings, as provided in the bylaws. The bylaws may provide for actions by the Members by written consent, in the absence of a meeting, in accordance with applicable Florida law.

Section 5.08. Institutional Members. The board of directors may establish one or more classes of Institutional Members, consisting of Christian churches that desire to provide financial, prayer, or other support to the School, and may determine the requirements for admission as an Institutional Member. The board of directors, in its discretion, may give special recognition to Institutional Members for their support of the School. Representatives of Institutional Members may attend and observe meetings of the Members of the Corporation, but Institutional Members shall not have the right to vote or otherwise to participate at meetings of Members.

#### ARTICLE SIX: DIRECTORS

<u>Section 6.01. Initial Directors</u>. The Corporation initially shall have three directors. The names and addresses of the members of the Corporation's initial board of directors (the "Initial Directors") are:

Ν	а	m	e

#### Address

Dean R. LeBoeuf	863 East Park Avenue Tallahassee, Florida 32301
Morris H. Miller	315 South Calhoun Street Suite 600

Tallahassee, Florida 32301

Stephen Moleski 1960-A Buford Boulevard Tallahassee, Florida 32308

The Initial Directors shall serve only until the election of directors at the organizational meeting of the Members contemplated by Section 5.07. The power, authority, and responsibility of the Initial Directors is limited to those actions that are reasonably necessary or appropriate to complete the organization of the Corporation, including (a) the adoption of interim bylaws for the Corporation, (b) the election of interim officers of the Corporation, which may include a president, one or more vice presidents, a secretary, and a treasurer, (c) confirmation of the

admission of Charter Members of the Corporation, (d) the establishment of bank accounts for the initial funds of the Corporation, (e) giving appropriate notices and making appropriate public announcements of the formation and purposes of the Corporation, (f) developing preliminary budgets and plans for the Corporation (g) nominating or accepting nominations for candidates for election to the board of directors by the Members at the organizational meeting of Charter Members, and (h) arranging for the organizational meeting of Charter Members. The functions and powers described in Section 6.02 are to be exercised, generally, by the board of directors as elected by the Members of the Corporation, and the Initial Directors shall not exercise those functions and powers except to the extent reasonably necessary to complete the organization of the Corporation. All actions of the Initial Directors (including the adoption of bylaws and election of officers) shall be subject to review and revision or ratification by the first board of directors elected by the Members.

Section 6.02. Function of Directors. The mission and business of the Corporation shall be managed, and its corporate powers exercised, by the board of directors. Without limiting the generality of the foregoing, the board of directors shall have the power and responsibility (a) to assure the Christian character of the School, through prayerful and careful election of officers, appointment of the School principals, faculty, and other personnel, appointment of committees, stewardship of corporate funds and property, and other decision-making; (b) to determine qualifications and conditions of employment of, and to employ on behalf of the Corporation, the principal, one or more assistant principals, the faculty, and other staff members for the School; (c) to approve budgets and expenditures for the Corporation; (d) to solicit donations of funds, services, property, and resources to the Corporation for the benefit of the School; (e) to secure and maintain physical plant, equipment, fixtures, furniture, equipment, books, supplies, and other property for the use of the School and to negotiate and enter into leases, purchases, and contracts for that purpose; (f) to establish criteria and conditions applicable to the admission of students to the School, provided that in establishing admission criteria and in making admission decisions, the Corporation shall not discriminate on the basis of race, color, gender, national origin, or physical disability; (g) to establish guidelines for student discipline, including criteria applicable to expulsions and suspensions of students for disciplinary reasons; (h) to determine application fees, tuition, book fees, and other charges applicable to students of the School; (i) to establish the School's educational and extra-curricular policies and objectives and to approve the School's curricula; and (j) to take such further actions as are reasonably related to the foregoing and necessary or appropriate for the fulfillment of the Corporation's purposes.

#### Section 6.03. Number, Classes, and Election of Directors.

(a) <u>Election at Organizational Meeting</u>. At the organizational meeting of Charter Members, the Charter Members

shall elect seven directors, who shall be divided into three classes, consisting of one class of three directors and two classes of two directors each. Any Charter Member may nominate, for election to the board of directors at the organizational meeting, one or more candidates who is a member of a Christian church and who subscribes to the Statement of Faith (by signing and delivering a copy of the Statement of Faith to the corporate secretary, indicating his or her acceptance of the Statement of Faith without reservation and agreeing to uphold it). Subject to Section 6.03(c), at the election of directors at the organizational meeting of Charter Members, unless a majority of the Charter Members determine otherwise: (i) the nominees who receive the first, second, and third highest number of votes shall compose one class and shall serve a three year term; (ii) the nominees who receive the fourth and fifth highest number of votes shall compose a second class of directors and shall serve a two year term; and (iii) the nominees who receive the sixth and seventh highest number of votes shall compose the third class of directors and shall serve a one year term.

- (b) <u>Subsequent Elections</u>. Beginning with the annual meeting of members in 1996, and at each annual meeting thereafter, the Members shall elect one class of directors, consisting of the number of members of the class whose term expires at that annual meeting, and the persons so elected shall serve a three year term. The number of members of the full board of directors, and the number of members of any class of directors, may be modified in accordance with the bylaws, provided that the Corporation shall not have less than three directors. To the extent not provided herein, the specific method of electing directors shall be as stated in the bylaws of the Corporation.
- (c) Limitations on Board Representation. An objective of the Corporation is to remain an independent Christian school that is controlled by parents, with participation by members of numerous Christian churches in the Tallahassee area, but without controlling influence by the members of any one church. Therefore, notwithstanding the foregoing provisions of this Section, (i) no member of the School's faculty is eligible to serve on the board of directors; (ii) spouses, parents, children, or other relatives who live with a member of the School's faculty may hold no more than two of the seven seats on the board of directors; (iii) no more than three of the nominees presented at the organizational meeting of the Charter Members who are members of the same church shall be elected to the board of directors; and (iv) any nominating committee appointed to nominate candidates for election to the board of directors at future elections of the board shall select nominees so that the sum of (1) the number nominees who are members of any church, plus (2) the number of continuing members of the board of directors who are members of that same church, shall not exceed two. Nothing in this section, however, requires the removal or resignation of any member of the board of directors as a result of a change of church membership of any member of the board, even if the change of church membership results in three or more members

of the board who are members of the same church, unless the Members of the Corporation request his or her removal or resignation. At the election of directors at the organizational meeting of Charter Members, if the nominees who receive the seven highest number of votes include four or more members of the same church, only the candidates from that church who receive the three highest number of votes shall be elected to the board of directors, and the position on the board that otherwise would have been filled by the fourth such candidate shall, instead, be filled by the candidate receiving the next highest number of votes (for example, the candidate receiving the eighth highest number of votes) in the election. The board of directors may adopt such other procedures for the election of directors as they consider necessary or reasonable to preserve the independence and diversity, and to minimize potential conflicts of interest, of the board of directors.

Section 6.04. Qualifications of Directors. Each director must be an adult and a Member of the Corporation, but need not be a resident of Florida. In each election of directors following the election held at the organizational meeting of Charter Members, each candidate for membership on the board of directors shall satisfy the following additional requirements, as a condition to his or her eligibility to be elected to the board: (a) be nominated by a director nominating committee appointed by the board of directors, or by a petition signed by at least five Members of the Corporation, accepted by the candidate, and delivered to the corporate secretary at least ten days before the scheduled election; and (b) subscribe to the Statement of Faith by signing and delivering a copy of the Statement of Faith to the corporate secretary, indicating his or her acceptance of the Statement of Faith without reservation and agreeing to uphold it.

Section 6.05. Duties of Directors. A director shall perform his or her duties as a director, including his or her duties as a member of any committee of the board upon which he or she serves, in good faith, in a manner he or she reasonably believes to be in the best interests of the Corporation, and with such care as an ordinarily prudent person in a similar position would use under similar circumstances. A member of the board of directors who is a spouse, parent, child, or other relative living with a member of the School's faculty shall not vote on any matter coming before the board concerning that faculty member's employment, including (without limitation) the faculty member's contract, compensation, or benefits.

Section 6.06. Vacancies. Unless filled by the Members, any vacancy occurring in the board of directors (excluding any vacancy created by an increase in the number of directors, which shall be filled by the Members) may be filled by the affirmative vote of a majority of the remaining directors, even though it is less than a quorum of the board of directors. A director elected to fill a vacancy shall hold office only until the election of directors by the Members at the next annual meeting of the Members, and if the term of the vacated seat on the board does not expire at that

annual mosting, the Members shall elect a director (which may be the director appointed by the board to fill the vacancy) to complete that term.

Section 6.07. Removal of Directors. At a meeting of Members called for that purpose at which a quorum (as specified in the bylaws) is present, the Members, by a vote of the majority of Members present and voting, may remove any director or the entire board of directors, with or without cause, and fill any vacancies created by the removal. At a meeting of the board of directors called for that purpose at which a quorum is present, the board of directors, by a vote of the majority of the full board of directors, may remove any directors, for cause, and fill the vacancy created by the removal. Before voting on any proposal to remove a director for cause, those directors seeking the removal of such director shall, after consulting with the Pastors' Council, provide the director whose removal is sought a written explanation of the cause for which his or her removal is sought and a reasonable opportunity to rectify the cause, including an opportunity for a hearing before the board of directors.

#### ARTICLE SEVEN: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 4929 Velda Dairy Road, Tallahassee, Florida 32308 and the Corporation's initial registered agent at that address is Litter G. Schools.

#### ARTICLE EIGHT: ADDRESS

The address of the Corporation's initial principal office is 4929 Velda Dairy Road, Tallahassee, Florida 32308. The Corporation's initial mailing address is 4929 Velda Dairy Road, Tallahassee, Florida 32308.

#### ARTICLE NINE: PASTORS' COUNCIL

The Corporation shall have a Pastors' Council, consisting of at least three ordained ministers of Christian churches, appointed from time to time by, and serving at the pleasure of, the board of directors. The Corporation may provide in the bylaws procedures for the appointment of members of the Pastors' Council. The board of directors shall look to the Pastors' Council for prayer, support, counsel, encouragement, and guidance in the operation of the School and for assistance in assuring the operation of the School in accordance with the Statement of Faith and the purposes stated in these Articles of Incorporation. The board of directors may call upon members of the Pastors' Council for assistance in examining candidates for employment in the School's administration and faculty. The board of directors shall encourage the members of the Pastors' Council to attend each meeting of the board of directors and each meeting of Members of the Corporation.

#### ARTICLE TEN: INCORPORATORS

The names and street addresses of the incorporators are as follows:

Name

#### Address

Dean R. LeBoeuf

863 East Park Avenue Tallahassee, Florida 32301

Morris H. Miller

315 South Calhoun Street

Suite 600

Tallahassee, Florida 32301

Stephen Moleski

1960-A Buford Boulevard Tallahassee, Florida 32308

The incorporators of the Corporation hereby assign to the Corporation their rights under Section 617.013, Florida Statutes, to constitute a corporation.

#### ARTICLE ELEVEN: DISSOLUTION

In the event of the dissolution of the Corporation, the residual assets of the Corporation shall be distributed (1) to a Christian school that (a) is approved by the board of directors and remaining Members of the Corporation, (b) is an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law, and (c) accepts the assets (a "Qualifying School"), or (2) in the absence of a Qualifying School, for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law, or (3) if distribution of the assets for such a purpose is not possible, to the federal government, or to a state or local government, to be used exclusively for public purposes. Any such assets not so disposed of shall be disposed of by the Circuit Court for the County in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE TEN: AMENDMENTS

The Corporation reserves the right to amend or repeal any provision in these Articles of Incorporation in the manner prescribed by law and in this Article Ten. Any amendment or repeal of Article Three, Four, or Ten of these Articles of Incorporation requires the approval of 75% of all the Members of record of the Corporation pursuant to a vote at a meeting of Members duly called for the purpose of considering the amendment or repeal, or by the written consent of 75% of the all the Members of record of the Corporation effected in accordance with Section 617.0701(4)(a), Florida Statutes, as it may be amended, or its successor statute.

In the event of any conflict or inconsistency between Article Three, Four, or Ten of these Articles of Incorporation and any other or future provision of these Articles of Incorporation, Articles Three, Four, and Ten of these Articles of Incorporation shall provail. Any amendment of any other provision of these Articles of Incorporation requires the approval of a majority of the Members of record of the Corporation pursuant to a vote at a meeting of Members duly called for the purpose of considering the amendment, or by the written consent of a majority of the Members of the Corporation effected in accordance with Section 617.0701(4)(a), Florida Statutes, as it may be amended, or its successor statute.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 33th day of April, 1995.

Dean R. LeBocuf

Prian Diz

Stephen Moleski

### CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENTS UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

#### ACKNOWLEDGEMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of Chapter 617, Florida Statutes, relative to keeping open the registered office.

April 23 , 1995

Juanne G. Schendel

# N9500001974

OFFICE USE ONLY

TODD A. STERZOY
Holland and Knight

(Requestor's Name)
315 South Calhoun Staget Suite 600

Tallahassee, Florida 32302

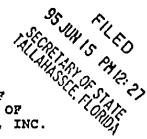
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#### CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

(Phone #)

(City, State, Zip) .

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2. (Corporation Name)		(Document #)	<u> </u>
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#### ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION OF TALLAHASSEE CHRISTIAN SCHOOL, INC.

Pursuant to Section 617.1006, Florida Statutes, Tallahassee Christian School, Inc., a Florida not-for-profit corporation, hereby adopts the following Articles of Amendment of its Articles of Incorporation:

- 1. Name. The name of the corporation is Tallahassee Christian School, Inc., but the name of the corporation is changed pursuant to these Articles of Amendment.
- 2. <u>Amendment</u>. Article I of the Articles of Incorporation of the corporation is amended to read as follows:

#### ARTICLE ONE: NAME

The name of the corporation is

"Community Christian School of Tallahassee, Inc."

3. Adoption. The members of the corporation adopted the foregoing amendment on June 13, 1995. The number of votes cast for the amendment were sufficient for its approval.

IN WITNESS WHEREOF, the undersigned President of the corporation has executed these Articles of Amendment this //3c4 day of June, 1995.

Larry Shingler, As its President

TAL-64654